



ANTHONY J. BARTON
DIRECTOR EQUIPMENT FINANCING &
ASSISTANT TREASURER

TTX COMPANY
101 NORTH WACKER DRIVE
CHICAGO, ILLINOIS 60606
(312) 853-3223

DIRECT LINE (312) 984-3824
FAX (312) 984-3855

June 15, 2004

RECORDATION NO. 24588-9 FILED

VIA FEDERAL EXPRESS

JUN 17 '04 1-54 PM

SURFACE TRANSPORTATION BOARD

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20006

Dear Mr. Williams:

Submitted herewith for filing and recording under 49 U.S.C. Section 11301 and the regulations promulgated thereunder are three (3) fully executed counterparts of each of the following documents:

- 1) Manufacturer's Release dated as of May 3, 2004.
- 2) Manufacturer's Release dated as of June 1, 2004.

These Releases are secondary documents, supplementing the Memorandum of Railcar Manufacturing Agreement dated as of August 1, 2003, and recorded on September 10, 2003, under recordation number 24588. A Memorandum of Railcar Manufacturing Agreement Supplement dated November 7, 2003 was recorded on November 21, 2003, under recordation number 24588-A.

Parties to this transaction are as follows:

Buyer: TTX Company (Company)
101 North Wacker Drive
Chicago, Illinois 60606

Seller: Trinity Rail Group, LLC (Manufacturer)
2525 Stemmons Freeway
Dallas, Texas 75356



Mr. Vernon A. Williams
June 15, 2004
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The general description of the equipment is as follows:

| TYPE | AAR MECHANICAL DESIGNATION | NO. OF UNITS | MARKED | NUMBERED |
|---|-------------------------------|-----------------|--------|---|
| Three-unit articulated double stack wells cars with 53 foot wells | FCA | 1.) 53 | DTTX | 729209-729259 729263-729264 |
| | | 2.) 70 | | 729260-729262 729265-729277 729280 729282-729334 |

Enclosed is our check in the amount of \$60.00 to cover filing fees.

A short summary of this Agreement to appear in the Index is as follows:

“Manufacturer’s Release, a secondary document supplementing the Memorandum of Railcar Manufacturing Agreement dated as of August 1, 2003, and recorded on September 10, 2003, recordation number 24588, covering 123 DTTX flatcars.”

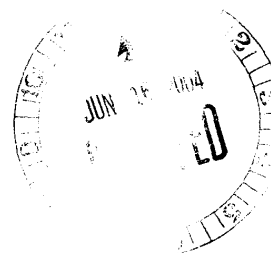
Once the filing has been made, please retain one copy and return the remaining stamped counterparts and transmittal letter copy to me via certified mail.

Very truly yours,



Enclosures

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RECORDATION NO. 24588-5 FILED

TTX COMPANY
OFFICER'S CERTIFICATE


JUN 17 '04 1-54 PM

SURFACE TRANSPORTATION BOARD

I, Anthony J. Barton, Assistant Treasurer of TTX Company, DO HEREBY CERTIFY that the attached documents are each a true and correct copy of the original, executed Releases, by and between TTX Company and Trinity Rail Group, LLC.

- 1) Manufacturer's Release dated as of May 3, 2004.

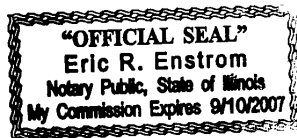
IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of TTX Company the 15th day of June, 2004.


Anthony J. Barton
Assistant Treasurer

(Corporate Seal)

State of Illinois,)
) SS.:
County of Cook)

On this 15th day of June, 2004, before me personally appeared Anthony J. Barton, to me personally known, who, being by me duly sworn, says that he is the Assistant Treasurer of TTX COMPANY and that the seal affixed to this instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors.



(Notarial Seal)
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Notary Public



RELEASE

TRINITY RAIL GROUP, LLC, the manufacturer named in the Manufacturing Agreement Supplement #1 dated as of November 7, 2003 (the "Agreement") with TTX Company, with said Manufacturing Agreement having been filed with the Surface Transportation Board on November 21, 2003, and assigned recordation number 24588-A, does hereby acknowledge receipt of all amounts due under the Purchase Agreement in respect of, and does hereby release all of its right, title, and interest in and to, the railroad equipment listed in Schedule A hereto, except as set forth under the Purchase Agreement.

TRINITY RAIL GROUP, LLC

By: Neil O. Shoop
Neil O. Shoop
Treasurer

Date: May 3, 2004

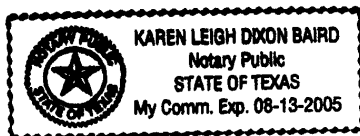
STATE OF TEXAS)
)
COUNTY OF DALLAS) SS:

On this 3rd day of May, 2004, before me personally appeared, Neil O. Shoop, to me personally known, who, by me being duly sworn, says that he is the Treasurer of Trinity Rail Group, LLC, that one of the seals affixed to the foregoing instrument is the corporate seal of said company, and that said instrument was signed and sealed on behalf of said company by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.

(Notary Seal)

Karen Leigh Dixon Baird
Notary Public for the State of Texas

My Commission Expires:



SCHEDULE A

| | |
|-------------------------|--|
| Invoice No. | 12284 |
| Car Type: | 3-Unit Articulated 53' Well Car |
| Quantity: | Fifty Three (53) |
| Car Marks: | DTTX |
| Running Numbers: | 729209 through and including 729259 729263 729264 |